

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Ciscom Corp.
20 Bay St., Suite 1110
Toronto, Ontario M5J 2N8

Item 2 Date of Material Change

January 29, 2026

Item 3 News Release

The press release attached as Schedule "A" was released on January 29, 2026 by a newswire company in Canada.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule "A".

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule "A".

Item 6 Reliance of subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Michel Pepin
President & Chief Executive Officer
mpepin@ciscomcorp.com

Item 9 Date of Report

January 29, 2026

Schedule "A"

Ciscom Corp Appoints Dave Mathews as Chief Commercial Officer and Sheri Rogers as President of Prospect Media Fueling Continued Advances in AI Powered Media Capabilities

Toronto, ON., January 29, 2026. Ciscom Corp. (CSE: CISC | OTCQB: CISCF), and Prospect Media Group (Prospect/PMG), a division of Ciscom, and a leader in data driven integrated omni-channel services, is pleased to announce the appointment of Dave Mathews as Chief Commercial Officer of Ciscom and Sheri Rogers as President of Prospect Media, effective immediately. This leadership transition represents a pivotal moment in the company's evolution as Prospect accelerates its investment in advanced analytics, AI-enabled media planning, and automation technologies.

Prospect Media Appoints Sheri Rogers as President

Prospect Media has appointed Sheri Rogers as President, advancing the agency's momentum in AI-driven analytics and performance media. Sheri is a recognized industry leader known for building high-performing teams and delivering innovation that drives measurable results.

Since joining Prospect, Sheri has rapidly expanded the agency's capabilities in AI-supported audience modeling, predictive measurement, automated optimization, and omni-channel activation—helping clients boost ROAS and reduce operational friction. She has strengthened Prospect's data foundations and sharpened its ability to turn complex datasets into revenue-driving insights.

As President, Sheri will lead Prospect's strategy and operations, accelerating the agency's AI-powered analytics, automation, and technology-enabled activation frameworks to deliver faster, smarter, more accountable outcomes for clients.

"Sheri's leadership has positioned Prospect at the forefront of data, media, and technology," said Dave Mathews, Chief Commercial Officer of Ciscom. "Her ability to turn analytics and automation into high-impact solutions sets Prospect apart."

"It's an exciting moment to lead Prospect as media, data, and technology converge at unprecedented speed," said Sheri Rogers. "By building on Prospect's 28-year analytics foundation with AI, automation, and first-party data, we help clients cut through complexity and focus on what drives performance."

Ciscom Appoints Dave Mathews as Chief Commercial Officer

Ciscom has also named Dave Mathews as Chief Commercial Officer, where he will drive commercial strategy and revenue growth across the company's portfolio. Dave will continue partnering with Prospect to align its AI and automation roadmap with Ciscom's broader platform strategy.

"With Sheri's mandate to elevate Prospect's market leadership, deliver transformative enhancements to our digital and AI capabilities in addition to solidifying client relationships and, Dave's commercial leadership strengthening our ability to scale technology-enabled solutions and partnerships across the organization, we are positioned to capitalize on the fast evolving landscape," said Michel Pepin, President, CEO, and Director of Ciscom Corp., "We are focused, determined, and moving forward with purpose."

About Prospect Media Group:

Prospect is a commerce focused, data-driven, integrated media agency serving a wide range of major retail, QSR, financial, B2B and pharma clients across Canada. With expertise in consumer data analytics, media planning and buying, Prospect optimizes both digital and traditional media channels. Leveraging over 25 years of experience, the agency provides clients with crucial insights to build effective integrated media strategies and maximize marketing expenditures. For more information, visit www.prospectmedia.com.

About Ciscom Corp.

Ciscom actively invests in, acquires, and manages market leading companies within the Information and

Communication Technology (ICT) sector, with a specialty in AdTech and MarTech, targeting SMEs with proven profitability. This approach allows entrepreneurs to monetize their equity and continue contributing, enhancing shareholder value through acquisitions. As a leader in omni-media, particularly in data-driven marketing, Ciscom, through its subsidiaries, optimizes advertising spend across platforms, ensuring high ROI and customer engagement. Strategic ICT acquisitions bolster service offerings and shareholder value, marking Ciscom as an emergent force in the data driven and technology market. Ciscom became an issuer in June 2023 on the CSE and October 2023 on the OTCQB. Ciscom has two subsidiaries, namely Market Focus Direct and Prospect Media Group. For more information, visit <http://www.ciscomcorp.com>

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Michel Pepin

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Cautionary Statement

This news release contains certain statements that constitute forward-looking statements as they relate to Ciscom and its management. Forward-looking statements are not historical facts but represent management's current expectation of future events and can be identified by words such as "believe", "expects", "will", "intends", "plans", "projects", "anticipates", "estimates", "should", "continues" and similar expressions. Although management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that they will prove to be correct or will come to pass. Forward-looking statements include statements and information regarding the anticipated audited financial results, anticipated signing of additional clients, potential future acquisitions and financings, future business and operational focuses of Ciscom, future expectations of growth and profits, future grants of equity incentive awards, future payments of dividends, the future plans for the Company, and other forward-looking information. By their nature, forward-looking statements include assumptions and are subject to inherent risks and uncertainties that could cause actual future results, conditions, actions, or events to differ materially from those in the forward-looking statements. The future outcomes that relate to forward-looking statements may be influenced by many factors, including but not limited to: the capital requirements of the Company and ability to maintain adequate capital resources to carry out its business activities and raise additional capital as required or expedient; the ability to identify target acquisitions and complete such transactions on an economic basis or at all, and successfully integrate those business; the ability to convert the potential in the pursued business opportunities to tangible benefits to the Company or its shareholders; risks of a material adverse change to the Company's assets or revenue; stock market volatility and capital market valuation; the ability of the Company to continue as a going concern; dependence on key personnel; the Company's early stage of development; potential losses on investments; unstable and potentially negative economic conditions; fluctuations in interest rates; competition for investments within the ICT sector; maintenance of client relationships; maintaining a listing on the Canadian Securities Exchange; risks related to potential dilution in the event of future financings; audit risk; litigation risk and risk of future legal proceedings; jurisdictional and regulatory risk; lack of operating cash flow; income tax matters; availability and terms of financing; rising costs related to inflation; and effects of market interest on price of securities and potential dilution; and those factors detailed in the Company's prospectus dated June 5, 2023 and other public documents filed under Ciscom's profile at www.sedarplus.ca. The foregoing list of factors is not exhaustive. Ciscom's assumptions in making any forward-looking statements herein include that no significant events will occur outside of Ciscom's normal course of business and that the material factors referred to in this paragraph will not cause such forward-looking statements and information to differ materially from actual results or events. Although Ciscom has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated, or intended. The forward-looking information contained in this press release represents the expectations of Ciscom as of the date of this press release and, accordingly, is subject to change after such date. Ciscom does not undertake to update this information at any particular time except as required in accordance with applicable laws.